

Form **BCA-13.15**
(Rev. Jan. 1999)APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**SUBMIT IN DUPLICATE**Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

NOV 19 2001

JESSE WHITE
SECRETARY OF STATEThis space for use by
Secretary of StateDate 11-19-01

License Fee \$

Franchise Tax \$ 25.00Filing Fee \$ 75.00

Penalties \$

Approved: \$100.001. (a) CORPORATE NAME: MOVING BYTES, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: NEVADA(b) Date of Incorporation: 9/19/2000(c) Period of Duration: PERPETUAL

3. (a) Address of the principal office, wherever located:

(b) Address of principal office in Illinois:

(If none, so state)

5858 HORTON STREET, SUITE 101NONEEMERYVILLE, CA 94608

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent CORPORATION SERVICE COMPANY

First Name

Middle Name

Last Name

Registered Office 422 NORTH NORTHWEST HIGHWAY

Number

Street

Suite #

PARK RIDGE, IL 60068

City

ZIP Code

County COOK

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

NV, CA

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President	JOSEPH KARWAT	1868 DRAKE	OAKLAND	CA 94611
Secretary	MARK M. SMITH	220 S. ROCK ROAD, #9	RENO	NV 89502
Director	MARK M. SMITH	220 S. ROCK ROAD, #9	RENO	NV 89502
Director				
Director				

If more than 3, attach list

OFFICIAL FILEI.C.C. DOCKET NO. 01-0826App. Exhibit No. 1

Witness _____

Date 1-15-02 Reporter LB

7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

TO PROVIDE LONG DISTANCE TELECOMMUNICATIONS SERVICES

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
PREFERRED	-	\$.001	5,000,000	0
COMMON	-	\$.001	20,000,000	5,660,227

9. Paid-In Capital: \$ 1,407,576.00

("Paid-in Capital" replaces the terms Stated Capital & Paid-In Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 0
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 6,000,000.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 10,000.00

11. Interrogatories: (Important - this section must be completed.) 5858 HORTON ST., STE. 101 EMERYVILLE, CA 94608

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 5,660,227
- (d) Is the corporation transacting business in this state at this time? NO
- (e) If the answer to Item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: N/A

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated October 4 2001
(Month & Day) (Year)

MOVING BYTES, INC.
(Exact Name of Corporation)

attested by [Signature]
(Signature of Secretary or Assistant Secretary)
MARK S. HESTER, SECRETARY
(Type or Print Name and Title)

[Signature]
(Signature of President or Vice President)
by President
(Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(e) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).